

United States Bankruptcy Court

Southern District of New York

In re **Lehman Brothers Holdings Inc.**

Case Nos. **08-13555**

Jointly Administered

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(c)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

ONEX DEBT OPPORTUNITY FUND, LTD.

BANK OF AMERICA, N.A.

Name of Transferee

Name of Transferor

Court Claim #: 28431 & 28628

Amount of Claim: \$3,850,000.00

Name and Address where notices to transferee
should be sent:

Onex Credit Partners, LLC
910 Sylvan Avenue, Suite 100
Englewood Cliffs, NJ 07632

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

ONEX DEBT OPPORTUNITY FUND, LTD.

By Onex Credit Partners, LLC, its Investment Manager

By: _____

Date: _____

Michael J. Gelblat, Managing Member

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

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Fax 6469550115

Dec 8 2009 06:04pm P014/043

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

and to: Onex Opportunity Fund, Ltd.

Bank of America, N.A., located at Bank of America Tower - 3rd Floor, One Bryant Park, New York, New York 10036 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to Onex Opportunity Fund, Ltd., its successors and assigns, with offices at c/o Onex Credit Partners, LLC, 910 Sylvan Avenue, Suite 100, Englewood Cliffs, NJ 07632 ("Buyer"), all rights, title and interest in and to the a portion of the claim of Seller against Lehman Brothers Special Financing Inc. (including Seller's claim against Lehman Brothers Holdings Inc., the guarantor of such claim) in the amount of \$3,850,000.00 (collectively the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP) in respect of Trade Reference Number(s): 28628; 28431.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Agreement by their duly authorized representatives as of the 4 day of December, 2009.

BANK OF AMERICA, N.A.

By: 

Name: David H. Lewis

Title: Principal

ONEX DEBT OPPORTUNITY FUND, LTD.

By: Onex Credit Partners, LLC, its Investment Manager

By: _____

Name: _____

Title: _____

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

and to: Onex Opportunity Fund, Ltd.

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Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Agreement by their duly authorized representatives as of the 4 day of December, 2009.

BANK OF AMERICA, N.A.

By: _____
Name:
Title:

ONEX DBBT OPPORTUNITY FUND, LTD.
By: Onex Credit Partners, LLC, its Investment Manager

By: 
Name: Michael J. Gelblat
Title: Managing Member